

EXHIBIT F1

001786

LEXSTAT 26 USC 501(C)(3)

UNITED STATES CODE SERVICE
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*** CURRENT THROUGH P.L. 110-155, APPROVED 12/21/2007 ***
*** with gaps of 110-139, 140, 141, 143 and 110-154 ***

TITLE 26. INTERNAL REVENUE CODE
SUBTITLE A. INCOME TAXES
CHAPTER 1. NORMAL TAXES AND SURTAXES
SUBCHAPTER F. EXEMPT ORGANIZATIONS
PART I. GENERAL RULE

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26 USCS § 501

§ 501. Exemption from tax on corporations, certain trusts, etc.

(a) Exemption from taxation. An organization described in subsection (c) or (d) or section 401(a) [26 USCS § 401(a)] shall be exempt from taxation under this subtitle [26 USCS §§ 1 et seq.] unless such exemption is denied under section 502 or 503 [26 USCS § 502 or 503].

(b) Tax on unrelated business income and certain other activities. An organization exempt from taxation under subsection (a) shall be subject to tax to the extent provided in parts II, III, and VI of this subchapter [26 USCS §§ 507 et seq., 511 et seq., and 527], but (notwithstanding parts II, III, and VI of this subchapter [26 USCS §§ 507 et seq., 511 et seq., and 527]) shall be considered an organization exempt from income taxes for the purpose of any law which refers to organizations exempt from income taxes.

(c) List of exempt organizations. The following organizations are referred to in subsection (a):

(1) Any corporation organized under Act of Congress which is an instrumentality of the United States but only if such corporation--

(A) is exempt from Federal income taxes--

(i) under such Act as amended and supplemented before July 18, 1984, or

(ii) under this title without regard to any provision of law which is not contained in this title and which is not contained in a revenue Act, or

(B) is described in subsection (1).

(2) Corporations organized for the exclusive purpose of holding title to property, collecting income therefrom, and turning over the entire amount thereof, less expenses, to an organization which itself is exempt under this section. Rules similar to the rules of subparagraph (G) of paragraph (25) shall apply for purposes of this paragraph.

(3) Corporations, and any community chest, fund, or foundation, organized and operated exclusively for religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities

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involve the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals, no part of the net earnings of which inures to the benefit of any private shareholder or individual, no substantial part of the activities of which is carrying on propaganda, or otherwise attempting, to influence legislation (except as otherwise provided in subsection (h)), and which does not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

(4) (A) Civic leagues or organizations not organized for profit but operated exclusively for the promotion of social welfare, or local associations of employees, the membership of which is limited to the employees of a designated person or persons in a particular municipality, and the net earnings of which are devoted exclusively to charitable, educational, or recreational purposes.

(B) Subparagraph (A) shall not apply to an entity unless no part of the net earnings of such entity inures to the benefit of any private shareholder or individual.

(5) Labor, agricultural, or horticultural organizations.

(6) Business leagues, chambers of commerce, real-estate boards, boards of trade, or professional football leagues (whether or not administering a pension fund for football players), not organized for profit and no part of the net earnings of which inures to the benefit of any private shareholder or individual.

(7) Clubs organized for pleasure, recreation, and other nonprofitable purposes, substantially all of the activities of which are for such purposes and no part of the net earnings of which inures to the benefit of any private shareholder.

(8) Fraternal beneficiary societies, orders, or associations--

(A) operating under the lodge system or for the exclusive benefit of the members of a fraternity itself operating under the lodge system, and

(B) providing for the payment of life, sick, accident, or other benefits to the members of such society, order, or association or their dependents.

(9) Voluntary employees' beneficiary associations providing for the payment of life, sick, accident, or other benefits to the members of such association or their dependents or designated beneficiaries, if no part of the net earnings of such association inures (other than through such payments) to the benefit of any private shareholder or individual.

(10) Domestic fraternal societies, orders, or associations, operating under the lodge system--

(A) the net earnings of which are devoted exclusively to religious, charitable, scientific, literary, educational, and fraternal purposes, and

(B) which do not provide for the payment of life, sick, accident, or other benefits.

(11) Teachers' retirement fund associations of a purely local character, if--

(A) no part of their net earnings inures (other than through payment of retirement benefits) to the benefit of any private shareholder or individual, and

(B) the income consists solely of amounts received from public taxation, amounts received from assessments on the teaching salaries of members, and income in respect of investments.

(12) (A) Benevolent life insurance associations of a purely local character, mutual ditch or irrigation companies, mutual or cooperative telephone companies, or like organizations; but only if 85 percent or more of the income consists of amounts collected from members for the sole purpose of meeting losses and expenses.

(B) In the case of a mutual or cooperative telephone company, subparagraph

EXHIBIT F2

LEXSTAT 26 USC 145

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*** CURRENT THROUGH P.L. 110-155, APPROVED 12/21/2007 ***
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TITLE 26. INTERNAL REVENUE CODE
SUBTITLE A. INCOME TAXES
CHAPTER 1. NORMAL TAXES AND SURTAXES
SUBCHAPTER B. COMPUTATION OF TAXABLE INCOME
PART IV. TAX EXEMPTION REQUIREMENTS FOR STATE AND LOCAL BONDS
SUBPART A. PRIVATE ACTIVITY BONDS

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26 USCS § 145

§ 145. Qualified 501(c)(3) bond.

(a) In general. For purposes of this part [26 USCS §§ 141 et seq.], except as otherwise provided in this section, the term "qualified 501(c)(3) bond" means any private activity bond issued as part of an issue if--

(1) all property which is to be provided by the net proceeds of the issue is to be owned by a 501(c)(3) organization or a governmental unit, and

(2) such bond would not be a private activity bond if--

(A) 501(c)(3) organizations were treated as governmental units with respect to their activities which do not constitute unrelated trades or businesses, determined by applying section 513(a) [26 USCS § 513(a)], and

(B) paragraphs (1) and (2) of section 141(b). [26 USCS § 141(b)] were applied by substituting "5 percent" for "10 percent" each place it appears and by substituting "net proceeds" for "proceeds" each place it appears.

(b) \$ 150,000,000 Limitation on bonds other than hospital bonds.

(1) In general. A bond (other than a qualified hospital bond) shall not be treated as a qualified 501(c)(3) bond if the aggregate authorized face amount of the issue (of which such bond is a part) allocated to any 501(c)(3) organization which is a test-period beneficiary (when increased by the outstanding tax-exempt nonhospital bonds of such organization) exceeds \$ 150,000,000.

(2) Outstanding tax-exempt nonhospital bonds.

(A) In general. For purposes of applying paragraph (1) with respect to any issue, the outstanding tax-exempt nonhospital bonds of any organization which is a test-period beneficiary with respect to such issue is the aggregate amount of tax-exempt bonds referred to in subparagraph (B)--

(i) which are allocated to such organization, and

(ii) which are outstanding at the time of such later issue (not including as outstanding any bond which is to be redeemed (other than in an advance refunding) from the net proceeds of the later issue).

(B) Bonds taken into account. For purposes of subparagraph (A), the bonds referred to in this subparagraph are--

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(i) any qualified 501(c)(3) bond other than a qualified hospital bond, and

(ii) any bond to which section 141(a) 141(a) does not apply if--

(I) such bond would have been an industrial development bond (as defined in section 103(b)(2) [26 USCS § 103(b)(2)], as in effect on the day before the date of the enactment of the Tax Reform Act of 1986 [enacted Oct. 22, 1986]) if 501(c)(3) organizations were not exempt persons, and

(II) such bond was not described in paragraph (4), (5), or (6) of such section 103(b) [26 USCS § 103(b)] (as in effect on the date such bond was issued).

(C) Only nonhospital portion of bonds taken into account.

(i) In general. A bond shall be taken into account under subparagraph (B) only to the extent that the proceeds of the issue of which such bond is a part are not used with respect to a hospital.

(ii) Special rule. If 90 percent or more of the net proceeds of an issue are used with respect to a hospital, no bond which is part of such issue shall be taken into account under subparagraph (B)(ii).

(3) Aggregation rule. For purposes of this subsection, 2 or more organizations under common management or control shall be treated as 1 organization.

(4) Allocation of face amount of issue; test-period beneficiary. Rules similar to the rules of subparagraphs (C), (D), and (E) of section 144(a)(10) [26 USCS § 144(a)(10)] shall apply for purposes of this subsection.

(5) Termination of limitation. This subsection shall not apply with respect to bonds issued after the date of the enactment of this paragraph [enacted Aug. 5, 1997] as part of an issue 95 percent or more of the net proceeds of which are to be used to finance capital expenditures incurred after such date

(c) Qualified hospital bond. For purposes of this section, the term "qualified hospital bond" means any bond issued as part of an issue 95 percent or more of the net proceeds of which are to be used with respect to a hospital.

(d) Restrictions on bonds used to provide residential rental housing for family units.

(1) In general. Except as otherwise provided in this subsection, a bond which is part of an issue shall not be a qualified 501(c)(3) bond if any portion of the net proceeds of the issue are to be used directly or indirectly to provide residential rental property for family units.

(2) Exception for bonds used to provide qualified residential rental projects. Paragraph (1) shall not apply to any bond issued as part of an issue if the portion of such issue which is to be used as described in paragraph (1) is to be used to provide--

(A) a residential rental property for family units if the first use of such property is pursuant to such issue,

(B) qualified residential rental projects (as defined in section 142(d) [26 USCS § 142(d)]), or

(C) property which is to be substantially rehabilitated in a rehabilitation beginning within the 2-year period ending 1 year after the date of the acquisition of such property.

(3) Certain property treated as new property. Solely for purposes of determining under paragraph (2)(A) whether the 1st use of property is pursuant to tax-exempt financing--

(A) In general. If--

(i) the 1st use of property is pursuant to taxable financing,

(ii) there was a reasonable expectation (at the time such taxable

financing was provided) that such financing would be replaced by tax-exempt financing, and

(iii) the taxable financing is in fact so replaced within a reasonable period after the taxable financing was provided,

then the 1st use of such property shall be treated as being pursuant to the tax-exempt financing.

(B) Special rule where no operating state or local program for tax-exempt financing. If, at the time of the 1st use of property, there was no operating State or local program for tax-exempt financing of the property, the 1st use of the property shall be treated as pursuant to the 1st tax-exempt financing of the property.

(C) Definitions. For purposes of this paragraph--

(i) Tax-exempt financing. The term "tax-exempt financing" means financing provided by tax-exempt bonds.

(ii) Taxable financing. The term "taxable financing" means financing which is not tax-exempt financing.

(4) Substantial rehabilitation.

(A) In general. Except as provided in subparagraph (B), rules similar to the rules of section 47(c)(1)(C) [26 USCS § 47(c)(1)(C)] shall apply in determining for purposes of paragraph (2)(C) whether property is substantially rehabilitated.

(B) Exception. For purposes of subparagraph (A), clause (ii) of section 47(c)(1)(C) [26 USCS § 47(c)(1)(C)] shall not apply, but the Secretary may extend the 24-month period in section 47(c)(1)(C)(i) [26 USCS § 47(c)(1)(C)(i)] where appropriate due to circumstances not within the control of the owner.

(e) Election out. This section shall not apply to an issue if--

(1) the issuer elects not to have this section apply to such issue, and

(2) such issue is an issue of exempt facility bonds, or qualified redevelopment bonds, to which section 146 [26 USCS § 146] applies.

HISTORY:

(Added Oct. 22, 1986, P.L. 99-514, Title XIII, § 1301(b), 100 Stat. 2629; Nov. 10, 1988, P.L. 100-647, Title I, § 1013(a)(6)-(8), Title V, § 5053(a), 102 Stat. 3538, 3677; Dec. 19, 1989, P.L. 101-239, Title VII, § 7815(f), 103 Stat. 2419; Nov. 5, 1990, P.L. 101-508, Title XI, § 11813(b)(7), 104 Stat. 1388-551; Aug. 5, 1997, P.L. 105-34, Title II, § 222, 111 Stat. 818.)

HISTORY; ANCILLARY LAWS AND DIRECTIVES

Explanatory notes:

A prior § 145 (Act Aug. 16, 1954, ch 736, 68A Stat. 42) was repealed by Act May 23, 1977, P.L. 95-30, Title I, § 101(d)(1), 91 Stat. 133, applicable to taxable years beginning after Dec. 31, 1976. It made a cross reference to 26 USCS § 36.

Amendments:

In 1997, P.L. 105-34, Sec. 222, added subsec. (b)(5).

EXHIBIT F3

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Thank you for your application.
If you have questions, please contact
your IFA Funding Manager.
Our office locations are listed at the
end of this form.

NOT-FOR-PROFIT APPLICATION

APPLICATION # N-NP-TE-CD-7096

Please complete all questions. If not applicable, write N/A.

1. Legal Name and Address of Borrower:

Planned Parenthood/Chicago Area
Name
18 S. Michigan Ave. 6th Floor Chicago IL 60603 Cook
Address City State Zip Code County
Cheryl Harris Chief Financial Officer (312) 592-6800
Contact Person Title Telephone Number

2. Proposed Project Name and Location:

See Attachment #1
Name
Address City State Zip Code County
Districts:
U.S. Congressional 7th IL House 26th IL Senate 13th

3. Type of Financing: _____ Lease _____ Bond X

4. Amount of Financing Requested: \$ 8,000,000*

5. Federal Tax ID Number or Borrower's Social Security Number: [REDACTED]

6. Is the Corporation Wholly or Partly Owned by or Affiliated with Any other Entity? YES

If yes, please explain.

Planned Parenthood Federation is the national organization with which we are affiliated. There is an accreditation process and membership dues that are required to operate under the name of "Planned Parenthood." However, PPF has no ownership interest in PP/CA

* Preliminary; subject to change.

7. History and Background of Borrower:

Please provide a history of the corporation, date of incorporation, charitable purpose and the services and programs provided to meet that goal, etc.

PP/CA was originally incorporated under the name "Planned Parenthood Association, Chicago Area" in October 1946. It operates as a 501(c)3 not-for-profit corporation providing family planning and reproductive healthcare services in the Chicago land area. PP/CA also has as part of its mission to encourage and protect informed individual choice regarding reproductive healthcare; and to advocate public policies which guarantee the right to choice and full non-discriminatory access to reproductive healthcare.

Please identify and describe any for-profit affiliates not mentioned above.

PP/CA is the sole member of 21st Century Office Development LLC and 21st Century Office Management LLC, a for profit entity formed with the purpose of developing and managing real estate. Furthermore 21st Century is the sole member of Gemini Office Development LLC and Gemini Office Management LLC

Describe your current service area and number of clients. Also, discuss how the proposed project will affect the quantity and quality of services you currently provide.

PP/CA currently operates 10 health centers in Cook County, 7 in Chicago and 3 in the surrounding suburbs. During FY'06 we saw approximately 54,000 patients for over 122,000 visits for male and female services. However, the need for our services is growing rapidly. Therefore, we are expanding into DuPage County with a full-service facility. This new facility will allow us to accommodate nearly 13,000 more visits per year.

Please enclose a current listing of the organization's board of directors and verification of its 501(c)(3) designation.

ATTACHMENTS # 2 - 4

8. Project Description:

Provide a complete description and intended purpose of the project, including its intended purpose. Please include any land acquisition, building construction, renovation, equipment purchases, installation, etc. (attach project estimates). Describe the relationship of the project to the organization's mission and experience.

SEE ATTACHMENTS #5 - 9

9. Facility Financing:

Does the facility possess all licenses and permits for current operations? If no, please explain.

YES

Is any part of the facility to be used by another public or private entity? If yes, please explain.

NO

Has an environmental study been performed on the site of the subject facilities? ☐ No ☒ Yes
If so, were any environmental risks cited? Please explain:

NO

10. Present Zoning Classification: P.D.D

☐ Rezoning is contemplated to obtain a classification of _____

☒ No rezoning is necessary; permitted use exists.

☐ Variances are required (specify) _____

11. Unusual Site Features:
PLEASE EXPLAIN

N/A

12. Please identify the current building and/or landowner for any site to be acquired:

Name: Gemini Office Development, LLC

Address: One S. Wacker Drive, #800

City: Chicago State IL Zip Code 60606

13. Economic and Community Effect:

Describe the project's overall effect on the surrounding community (i.e., services to the community, environmental effect, employment opportunities, quality of life, etc.)

The facility will address unmet healthcare needs in an area of growing population. It will also employ approx 40 individuals. The facility has been designed to be environmentally friendly and attractive.

14. Tax-Exempt Financing:

Explain why tax-exempt financing is necessary for this project to be successful.

The Agency currently does not have enough capital to complete construction on the new facility and purchase needed capital equipment. Furthermore tax-exempt bonds carry a lower interest rate than what we can get from a bank. The lower rate will improve the operating efficiency of the project and the agency.

The total budget for the new facility ~~XXXXXX~~ and capital equipment needs could be between ~~XXXXXX~~ the next two years

15. Management:

Please list those persons responsible for the management of the corporation and the management of the project, and their relationships to the corporation. Please provide any relevant information relating to the experience of these persons serving in each capacity. (See Attachment #10 for bios.)

Name	Title	Start Date
Steve Trombley	CEO/President	9/5/1989
Teri Huyck	COO/Sr. VP	11/23/1998
Cheryl Harris	CFO	10/20/00

16. Financial Management:

- Describe the organization's current financial condition. Comment on any actions being taken to overcome any adverse trends or, problems. Please enclose three years of audited financial statements, year-to-date financial statements (unaudited) and a budget for the next fiscal year (if available). Also include three years of cash flow projections following completion of the project.

Excellent. PP/CA's balance sheet is very strong with a long-term debt ratio of [REDACTED] on [REDACTED] of assets; and through February 28, 2007, net income [REDACTED] revenues. [REDACTED]

- Identify sources of revenue for the organization.

Patient Fees	[REDACTED]%
Medicaid	[REDACTED]%
TP Insurance	[REDACTED]%
Title X	[REDACTED]%
Donors	[REDACTED]%
Investment/Other	[REDACTED]%
	<u>100%</u>

- Describe lines of credit available to the organization (terms and conditions).

The agency currently has a line of credit with [REDACTED] for [REDACTED] million that will be refinanced with the bond proceeds.

Projects include:

DuPage County Facility	\$[REDACTED] million
Austin Location	[REDACTED]
Roseland Location	[REDACTED]
Equipment	[REDACTED]
Total	<u>[REDACTED] million</u>

17. Project Costs:

Amount of Proposed Bond or Lease: \$ 8,025,000*

Uses of Funds	Total Cost	Bond/Lease Amount	Other Sources
Land Acquisition	\$ [REDACTED]	\$1,149,701	
Building Acquisition	\$ [REDACTED]	\$ 519,664	
Rehabilitation	\$ [REDACTED]	\$1,251,027	
New Construction	\$ [REDACTED]	\$3,438,588	\$ [REDACTED]
Machinery/Equip.	\$ [REDACTED]	\$ 719,957	
Architectural & Engineering	\$ [REDACTED]	\$ 378,000	
Legal & Professional	\$ [REDACTED]	\$ 340,500	
Contingency/Other Refinancing	\$ [REDACTED]	\$ 2,863	
Capitalized Interest	\$ [REDACTED]	\$ 224,700	
Total	\$ [REDACTED]	\$8,025,000	\$ [REDACTED]

Sources of Funds	Total Source
Authority Bond/Lease	\$ 8,025,000*
Bank Financing	[REDACTED]
Other: Restricted Gifts from Private Donors	[REDACTED]
Other:	
Other:	
Total	[REDACTED]

18. Identify other sources of financing:

Include source, amount available, security, terms, etc.

Restricted Gifts from Private Donors:

[REDACTED] [REDACTED]
[REDACTED] [REDACTED]
Total [REDACTED]

19. Proposed Financing Structure:

Please describe the prospective financing terms for this project including maturity, fixed or variable rate debt, rated or unrated, public offering or private placement.

Variable rate tax-exempt bonds, 25-year maturity, rated, public offering.

*Preliminary; subject to change.

20. Source of Security:

Identify what sources of revenue will repay the Authority loan. If repayment of the bond/lease is to be guaranteed by a bank or another entity other than the borrower, please list the name and address of the guarantor, and its relationship to the borrower.

Direct Pay Letter of Credit to be issued by

Charter One Bank
71 S. Wacker Drive 1H2945
Suite 2900
Chicago, IL 60606

21. State Contractual Agreements:

Please describe below any state or federal funding sources that the corporation receives (i.e., state contracts):

Funding Agency	Funding Type	Certification Status	Total Amount Provided (Annually)
ILL Dept of Human Services	Title X Grant		\$ 800,100
ILL Dept of Health & Family Services	Medicaid		\$1,000,000

22. Current and Projected Employment

One of the purposes of the Illinois Finance Authority is to create new, full-time jobs and/or assist in the retention of existing jobs. Please be as thorough and accurate as possible in arriving at your estimates.

Employment Categories	Current Employment	1 Year After Project Completion	2 Years After Project Completion
Professional	46	51	53
Clerical and Administrative	113	143	153
Skilled			
Unskilled			
Other			
Total	159	194	206

- List the assumptions used for employment projections:

The facility will have 12,750 patient visits in the 1st year and 14,500 in the second

- If this application pertains to the retention of existing jobs, please state the number of employees to be retained, and explain why these jobs would be eliminated or reduced if the loan is not provided:

N/A

- Please estimate the number of construction jobs to be created as a result of this project:

OVER 100 WORKERS

- Estimated number of months construction workers to be employed: 10 MONTHS

23. Other Firms Working On Financing for the Borrower:

A. General Counsel

Sonnenschein Nath & Rosenthal LLP
Name
7800 Sears Tower
Address
Chicago IL 60606
City State Zip
(312) 876-8936 Mary Wilson
Telephone Contact Person

B. Bond Counsel

Katten Muchin Zavis Rosenman
Name
525 W. Monroe Ste, Suite 1600
Address
Chicago IL 60661
City State Zip
(312) 902-5421 Janet Goelz Hoffman, Esq.
Telephone Contact Person

C. Accountant:

Clifton Gunderson
Name
1301 W. 22nd Street, Suite 100
Address
Oak Brook IL 60523
City State Zip
(630) 573-8600 John Quinn
Telephone Contact Person

D. Financial Advisor:

N/A
Name
Address
City State Zip
()
Telephone Contact Person

E. Underwriter/Placement Agent:

RBC Capital Markets
Name
500 W. Madison, Suite 2500
Address
Chicago IL 60681
City State Zip
(312) 559-1649 James Pass
Telephone Contact Person

F. Bond Trustee:

Amalgamated Bank of Chicago
Name
One West Monroe
Address
Chicago IL 60603
City State Zip
(312) 822-3000 Christine Linde
Telephone Contact Person

NOTICE: Applicants are hereby notified that the provisions of the Prevailing wage Act (820 ILCS 13011; ILL. Rev. stat. 1991, ch 48, par. 3995-1 et. seq) and the Public Work Preference act may apply to the project, which is the subject of this application. Construction cost estimates should take into account the effect of said Acts.

CERTIFICATION BY APPLICANT

The applicant certifies by signing, the application in the space below that the site for the proposed construction is not located in a SPECIAL FLOOD HAZARD AREA as defined and designated by

The Illinois Department of Transportation, Division of Waterways, and that an investigation has been made to determine that it is not in such an area.

Applicant hereby certifies that all information contained above and in exhibits attached hereto is true to his/her best knowledge and belief and is submitted for the purpose of obtaining financial assistance from the Illinois Finance Authority.

Date 4/12/2007

Applicant [Signature]

By Steve Trombley

Title President and Chief Executive Officer

Return completed form to Illinois Finance Authority

Offices of the Illinois Finance Authority

Chicago	180 N. Stetson Ave, #2555, Chicago, IL 60601	312.651.1300	312.651.1350 fax
Mt. Vernon	2829 Broadway, Suite 7B, Mt. Vernon, IL 62864	618.244.2424	618.244.2433 fax
Peoria	124 S. W. Adams St., #300, Peoria, IL 61602	309.495.5959	309.676.7534 fax
Springfield	427 E. Monroe Street, #202, Springfield, IL 62701	217.782.5792	217.782.3989 fax

www.if-a.com

TTY: 1.800.526.0844 | VOICE: 1.800.526.0857

Planned Parenthood/Chicago Area Health Centers
And Project Locations

**Aurora Health Center**

240 N. Oakhurst Drive, Aurora, IL 60504

(Under construction)

**Austin Health Center**

5937 West Chicago Ave, Chicago, IL 60651

Phone: 773.287.2020

**Englewood Health Center**

6059 South Ashland, Chicago, IL 60636

Phone: 773.434.3700

**Loop Health Center**

18 South Michigan Ave, Chicago, IL 606103

Phone: 312.592.6700

**Near North Health Center**

1200 North LaSalle Street, Chicago, IL 60610

Phone: 312.266.1033

**Rogers Park Health Center**

6353 North Broadway, Chicago, IL 60660

Phone: 773.973.3393

**Roseland Health Center**

11250 South Halsted, Chicago IL 60628

Phone: 773.468.1600

**Wicker Park Health Center**

1152 North Milwaukee, Chicago IL 60622

Phone: 773.252.2240

**Planned Parenthood *Express* Naperville**

1567 North Aurora Road, Naperville IL 60563

Phone: 630.305.9900

**Planned Parenthood/Chicago Area Health Centers
And Project Locations**

Planned Parenthood *Express* Schaumburg
1314 North Roselle Road, Schaumburg IL 60195
Phone: 847.839.1600

Planned Parenthood *Express* Orland Park
14470 South LaGrange Rd. Suite 101, Orland Park, IL 60462
Phone: 708.349.2227

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2006-2007**

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Nicole Paster Putzel
Kathleen L. Roach
Paul C. Williams
Rachel Winpar

Alan S. Gilbert, *ex-officio*
Murray Pelta, M.D., *ex-officio*

Internal Revenue Service

Department of the Treasury

P. O. Box 2508
Cincinnati, OH 45201

Date: December 17, 2001

Planned Parenthood Chicago Area
Parenthood Association Chicago Area
18 South Michigan Ave 6th Fl
Chicago, IL 60603

Person to Contact:
Ms. Smith #31-07262
Customer Service Representative
Toll Free Telephone Number:
8:00 a.m. to 9:30 p.m. EST
877-829-5500
Fax Number:
513-263-3756
Federal Identification Number:
36-2170901
Accounting Period Ends:
June 30

Dear Sir or Madam:

This is in response to your request for a letter affirming your organization's exempt status. We have updated our records to reflect the change of address as indicated above.

In July 1948 we issued a determination letter that recognized your organization as exempt from federal income tax under section 101(6) of the Internal Revenue Code of 1939 (now section 501(c)(3) of the Internal Revenue Code of 1986). That determination letter is still in effect.

We classified your organization as a publicly supported organization, and not a private foundation, because it is described in sections 509(A)(1) and 170(b)(1)(A)(vi) of the Code. This classification was based on the assumption that your organization's operations would continue as stated in the application. If your organization's purposes, character, method of operations, or sources of support have changed, please let us know so we can consider the effect of the change on the organization's exempt status and foundation status.

Your organization is required to file Form 990, Return of Organization Exempt from Income Tax, only if its gross receipts each year are normally more than \$25,000. If a return is required, it must be filed by the 15th day of the fifth month after the end of the organization's annual accounting period. The law imposes a penalty of \$20 a day, up to a maximum of \$10,000, when a return is filed late, unless there is reasonable cause for the delay.

As of January 1, 1984, your organization is liable for taxes under the Federal Insurance Contributions Act (social security taxes) on remuneration of \$100 or more the organization pays to each of its employees during a calendar year. There is no liability for the tax imposed under the Federal Unemployment Tax Act (FUTA).

Organizations that are not private foundations are not subject to the excise taxes under Chapter 42 of the Code. However, these organizations are not automatically exempt from other federal excise taxes. If you have any questions about excise, employment, or other federal taxes, please let us know.

-2-

Planned Parenthood Chicago Area
36-2170901

Donors may deduct contributions to your organization as provided in section 170 of the Code.

Bequests, legacies, devises, transfers, or gifts to your organization or for its use are deductible for federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

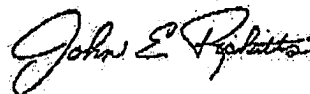
Your organization is not required to file federal income tax returns unless it is subject to the tax on unrelated business income under section 511 of the Code. If your organization is subject to this tax, it must file an income tax return on Form 990-T, Exempt Organization Business Income Tax Return. In this letter, we are not determining whether any of your organization's present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

The law requires you to make your organization's annual return available for public inspection without charge for three years after the due date of the return. If your organization had a copy of its application for recognition of exemption on July 15, 1987, it is also required to make available for public inspection a copy of the exemption application, any supporting documents and the exemption letter to any individual who requests such documents in person or in writing. You can charge only a reasonable fee for reproduction and actual postage costs for the copied materials. The law does not require you to provide copies of public inspection documents that are widely available, such as by posting them on the Internet (World Wide Web). You may be liable for a penalty of \$20 a day for each day you do not make these documents available for public inspection (up to a maximum of \$10,000 in the case of an annual return).

Because this letter could help resolve any questions about your organization's exempt status and foundation status, you should keep it with the permanent records of the organization.

If you have questions, please call us at the telephone number shown in the heading of this letter.

Sincerely,



John E. Ricketts, Director, TE/GE
Customer Account Services



Office of Local Government Services
Sales Tax Exemption Section, 3-520
101 W. Jefferson Street
Springfield, Illinois 62702
217 782-8881

June 21, 2002

PLANNED PARENTHOOD ASSN CHICAGO AREA
CREDENTIALING COORDINATOR
18 SOUTH MICHIGAN AVE 6TH FL
CHICAGO IL 60603

We have received your recent letter; and based on the information you furnished, we believe

PLANNED PARENTHOOD ASSN CHICAGO AREA
of
CHICAGO, IL

is organized and operated exclusively for charitable purposes.

Consequently, sales of any kind to this organization are exempt from the Retailers' Occupation Tax, the Service Occupation Tax (both state and local), the Use Tax, and the Service Use Tax in Illinois. The organization is not, however, exempt from Illinois Hotel Operators' Occupation Tax, Electricity Excise Tax, Electricity Distribution Tax, and Telecommunications Excise Tax.

We have issued your organization the following tax exemption identification number: E9977-1403-04. To claim the exemption, you must provide this number to your suppliers when purchasing tangible personal property for organizational use. This exemption may not be used by individual members of the organization to make purchases for their individual use.

This exemption will expire on July 1, 2007, unless you apply to the Illinois Department of Revenue for renewal at least three months prior to the expiration date.

Office of Local Government Services
Illinois Department of Revenue

STS-49 (R-2/98)
IL-492-3456
11-0000064

001808

PROJECT DESCRIPTION AUSTIN

PP/CA's Austin facility, established in 1990, had seen an increasing number of clients for over 15 years. This facility was established under the federal Title X program that pays for family planning services for low-income women. The original building suffered from significant maintenance issues that the building owner could not resolve.

In the summer of 2003, PP/CA purchased a building at 5937 W. Chicago Avenue. The site was just three blocks from our then current clinic, which made it easy for our patients to access once we moved. The new Austin project opened July 3, 2004.

The new building is two stories, includes an elevator for ADA access, and expanded operating space by approximately 1,500 square feet. The building's first floor is used for clinical services, and the second floor includes an expansive community education office and meeting space-an important asset for our growing community education outreach and teen clinic education sessions.

Costs for this project are as follows:

Land/Building Purchase	\$ [REDACTED]
Buildout	[REDACTED]
Building Improvements	[REDACTED]
Total Costs	\$ [REDACTED]

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Search results for: 5930 W Chicago, 60651-2523

Name	District/Office	
Danny K Davis	7th, US Representative	Demc
Don Harmon	39th, State Senator	Demc
Deborah L. Graham	78th, State Representative	Demc
Barack Obama	US Senator	Demc
Richard J. Durbin	US Senator	Demc
Rod R. Blagojevich	Governor	Demc
Pat Quinn	Lieutenant Governor	Demc
Lisa Madigan	Attorney General	Demc
Jesse White	Secretary of State	Demc
Daniel W. Hynes	Comptroller	Demc
Alexi Giannoulis	Treasurer	Demc

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PROJECT DESCRIPTION ROSELAND

Roseland, our first title X facility, was established in 1980. More than 20 years later, PP/CA had outgrown the health center's physical space, the building was in disrepair, and our lease had expired. In March of 2002, PP/CA's Budget and Finance Committee authorized the purchase of a building at 11250 South Halsted for the new Roseland facility. In July 2003, the Roseland health center opened for business in an expanded space with all new furnishings. With new configurations and an improved floor plan, the new facility continues to lead to a growing client base.

Costs for this facility are as follows:

Land/Building Purchased
Buildout/Renovation

\$[REDACTED]
[REDACTED]
\$[REDACTED]

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Name	District/Office	
Jesse L. Jackson Jr.	2nd, US Representative	Demc
Emil Jones, Jr.	14th, State Senator	Demc
Robert "Bob" Rita	28th, State Representative	Demc
Barack Obama	US Senator	Demc
Richard J. Durbin	US Senator	Demc
Rod R. Blagojevich	Governor	Demc
Pat Quinn	Lieutenant Governor	Demc
Lisa Madigan	Attorney General	Demc
Jesse White	Secretary of State	Demc
Daniel W. Hynes	Comptroller	Demc
Alexi Giannoullas	Treasurer	Demc

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PROJECT DESCRIPTION AURORA/DU PAGE COUNTY

In 2002, management evaluated the potential purchase of an existing medical building in Aurora for the purpose of converting it to an abortion/family planning center. At that time, it did not appear to be financially feasible. However, the great unknown was the suburban demand for our services.

Since that time, we have opened two "Express" clinics -- sites with low capital investment and offering limited services. They have been very successful, indicating both the need and demand for family planning services in the suburbs. Following Chicago, Aurora and Naperville are the represent the tow fastest growing cities in Illinois.

In addition to this known demand, Kane, DuPage and Will Counties are also experiencing rapid population growth. In fact, *Crain's* contends that Will County is now the fastest growing county in Illinois. "Its population grew 41% between 1990 and 2000 to exceed 600,000. The total is projected to exceed 1.2 million by 2030."

Our clinical services prior to the development of the first Express fell within a 10-mile arc of downtown Chicago (see map on Attachment 8). A second arc drawn at 25 miles covers Schaumburg and other potential territories for Express development. The triangle of Aurora, Bolingbrook and Naperville approximately bisect that arc. It covers areas that include large potential client populations, rapid population growth, land availability and good access to both highway and public transportation.

Based on these and other statistics, the board of PP/CA unanimously voted to develop a full service center in the Bolingbrook/Naperville/Aurora area that would:

- Help close the gap for care that now exists in the suburbs by offering a full range of PP/CA services including pregnancy testing, contraceptives, gynecological services, STI testing and treatment, abortion services (both surgical and medical), professional counseling, and adoption information.
- Serve as a voice in the community for reproductive choice and engage the public in dialogue that will further the rights of women in the suburban communities;
- Expand our community education presence in the suburbs for teen, parents, and clergy; and to
- Take pressure off our Near North facility, which is rapidly approaching capacity.

This new site will give us the opportunity to truly become a *regional* presence. (See Attachment 9 for Aurora Construction Budget.)

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Search results for: 240 N Oakhurst DR, 60504-6700

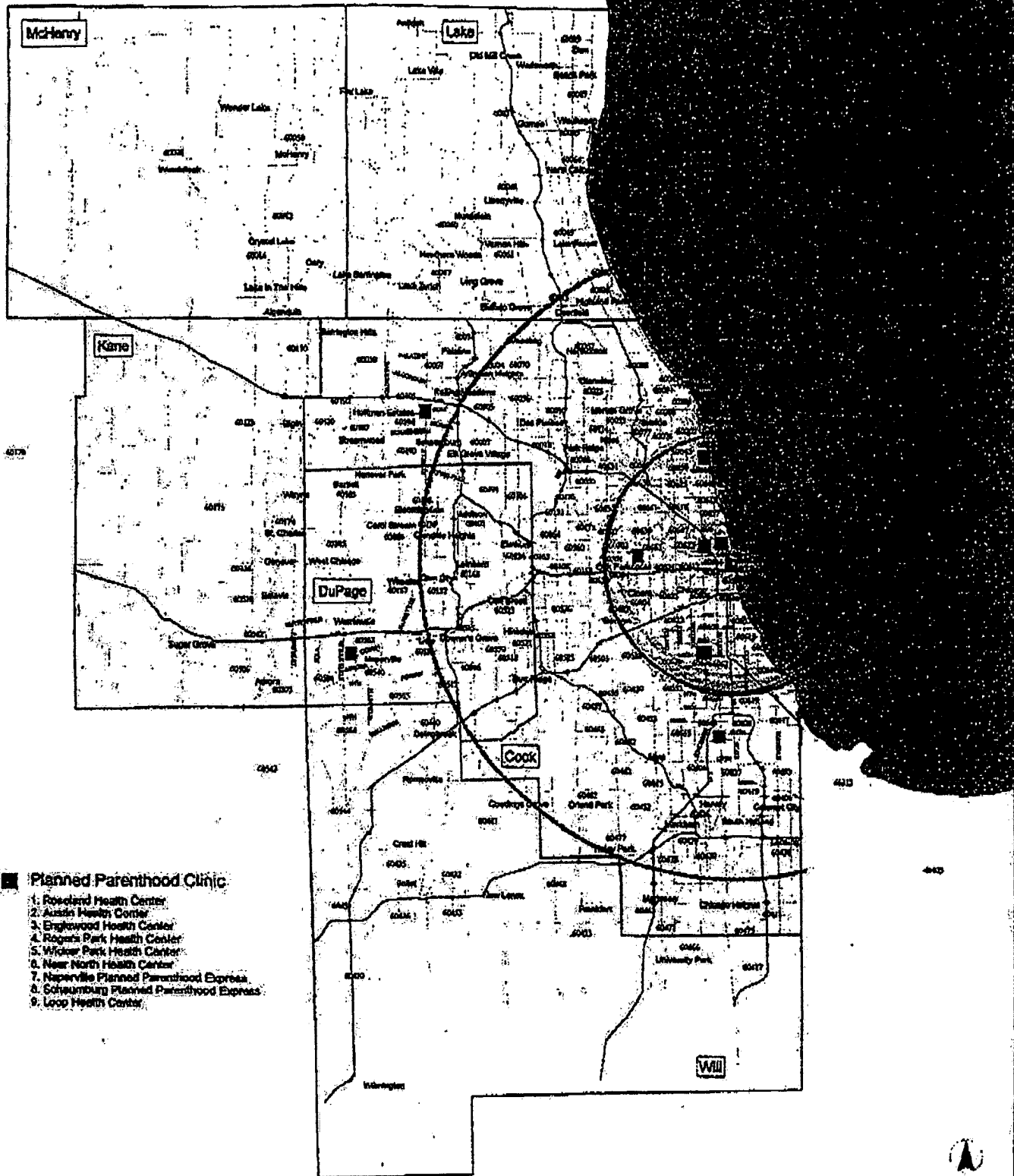
Name	District/Office	
Judy Biggert	13th, US Representative	Rep
Randall M. "Randy" Hultgren	48th, State Senator	Rep
Joe Dunn	96th, State Representative	Rep
Barack Obama	US Senator	Dem
Richard J. Durbin	US Senator	Dem
Rod R. Blagojevich	Governor	Dem
Pat Quinn	Lieutenant Governor	Dem
Lisa Madigan	Attorney General	Dem
Jesse White	Secretary of State	Dem
Daniel W. Hynes	Comptroller	Dem
Alexi Giannoulas	Treasurer	Dem

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Planned Parenthood Clinics

Metro Chicago Area



Metro Chicago Information Center

17 N. State Street
Suite 1600
Chicago, IL 60602

P: 312.580.2674
F: 312.580.2679
www.metro.org

Quantifying Strategic Decisions

August 2008

001815

**PLANNED PARENTHOOD/CHICAGO AREA
AURORA PROJECT
Budgeted Site Construction Costs**

*Attachment #9
Redacted*

Exc
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1	PROJECT KANKAKEE													
2	Site construction costs													

Exc

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